

**BYLAWS OF REGION 8
OF THE
ARABIAN HORSE ASSOCIATION**

**ARTICLE I
Name**

The name of this Corporation shall be Region 8 of the Arabian Horse Association (AHA)

**ARTICLE II
Object**

The object of this Corporation, hereafter referred to as Region 8, shall be: to promote Arabian, Half-Arabian and Anglo-Arabian horses while stimulating and encouraging interest in the Arabian breed; to formulate educational programs and activities for the owners and enthusiasts of the Arabian, Half-Arabian, and Anglo-Arabian horses; to foster and encourage good relations between Region 8 member associations, individual Region 8 members and the AHA; and to support the objectives and purposes of the AHA.

**ARTICLE III
Membership and Dues**

Section 1. Area

Region 8 shall be composed of the following areas: 1) Colorado; 2) Kansas; 3) Nebraska; and 4) New Mexico, including the El Paso area of Texas as defined by the AHA. AHA may change the area of Region 8, either by action of the membership of AHA at annual convention, or by the action of the Board of Directors of AHA.

Section 2. Membership

The membership of Region 8 shall consist of the clubs and organizations within Region 8 which are members in good standing of AHA (member organizations). The Action of AHA in granting or revoking membership in AHA to any member organization in Region 8 shall automatically grant or revoke membership in this Corporation.

Section 3. Dues

Each Member Organization shall pay to Region 8 annual dues, based upon the number of members of such Member Organization, in an amount determined by a majority vote of the voting delegates at the Region 8 meeting held in conjunction with the annual AHA convention. Dues are payable to the Region 8 Treasurer by July 1st and are delinquent on September 1st. Delinquent clubs will be notified of said delinquency and the amount must be paid in full in order for their delegates to vote at any Region 8 meeting. All voting delegates must be members in good standing of AHA.

**ARTICLE IV
Delegates**

Section 1. Voting Delegates

The business and affairs of Region 8 shall be managed by a Board of Delegates. This Board shall consist of the Director (Chair) of Region 8, Vice Chair, Secretary, Treasurer, Immediate Past Director and the duly selected delegates from Region 8 Member Organizations that are members in good standing in Region 8. The number of voting delegates from each Member Organization shall be the number of delegates allowed the Member Organization as determined by the AHA Bylaws as of June 30 of each year. The Member Organization must submit to the Region 8 Secretary a list of delegates by August 1st of each year.

A delegate, Commission Member, Executive Committee Member, or other Region 8 committee's member's state of residence, or the Region 8 state nearest to the member's residence shall define their state of affiliation.

Section 2. Alternate Delegates

Each Member Organization may designate as many alternate delegates as it has delegates. An alternate may be designated by a Member Organization to replace a previously named delegate with a letter of certification signed by the president and secretary of that Member Organization. This certification letter shall be presented to the Secretary of Region 8 prior to the meeting at which the alternate will vote.

ARTICLE V **Executive Committee**

Section 1. Membership

The Executive Committee shall consist of the persons holding the offices of Director, Vice-Chair Secretary, Treasurer and Immediate Past Director.

Section 2. Duties of the Executive Committee

The Executive Committee shall perform the duties prescribed by these Bylaws and by the Parliamentary Authority adopted by Region 8. The Executive Committee shall have general supervision of the affairs of Region 8 between its regular meetings, fix the time and place of meetings, make recommendations to Region 8, and shall perform other duties as specified in these Bylaws. The Executive Committee shall be subject to the orders of Region 8 delegates and none of its acts shall conflict with action taken by Region 8 delegates. The Executive Committee is empowered by the Region 8 voting delegation to conduct all business of the Corporation between meetings, subject to ratification by the voting delegates at the next regular Region 8 meeting. Executive Committee members shall be entitled to vote in the voting delegation.

Section 3. Nominations

Nominations for the offices of the Executive Committee shall be made by a Nominating Committee consisting of four Region 8 members, one from each area of Region 8: Colorado, Kansas, Nebraska, New Mexico, including the El Paso area of Texas. Any member who is nominated, but not present, must have given his or her prior approval. Members of the Nominating Committee shall be elected by the voting delegation at the Region 8 meeting held in conjunction with the annual AHA Convention held in the even-numbered years. The Nominating Committee shall prepare a slate of officers consisting of at least one qualified candidate for each office. The Nominating Committee should keep in consideration that there shall be no more than two nominated persons from any one state on the Executive Committee, excluding the Immediate Past Director. This slate shall be presented in the odd-numbered years at the Region 8 meeting held in conjunction with the annual AHA Convention. The slate shall also be published in the Region 8 Newsletter prior to the meeting.

Section 4. Election

Officers shall be elected by a majority vote of the voting delegation in accordance with the Parliamentary Authority. All officers must be a member in good standing of a Region 8 Member Organization. The election shall take place at the Region 8 meeting held in conjunction with the annual AHA Convention, held in the odd-numbered years (one year prior to taking office). The term of office shall be for two years, or until a successor is elected. The Director and Immediate Past-Director may serve a maximum of two consecutive terms. Other officers may serve a maximum of three consecutive terms. There shall be no more than two persons serving on the Executive Committee from any one state, with the exclusion of the Immediate Past Director. The Immediate Past Director will serve a term only as long as his/her successor serves as Director. Should a vacancy arise in the position of Immediate Past Director, that position shall remain vacant. Only in the case of no available or willing person(s) to run for a vacant position, may more than two persons from one state serve on the Executive Committee.

Section 5. Vacancy

Any vacancy in an office, except the Immediate Past Director, shall be filled by the voting delegation at a regular meeting. A temporary officer shall be appointed by majority vote of the Executive Committee, except see Vice-Chair.

Section 6. Removal from Office

When it is determined that an officer is not acting in accordance with the Bylaws and/or standing rules of the Corporation, the officer may be removed by the voting delegation at a meeting called only for that purpose or a regular meeting. A three-fourths vote of the voting delegation present at the special/regular meeting is required for removal from office.

Section 7. Duties of Officers of the Executive Committee

The officers of the Executive Committee of Region 8 shall exercise and perform the powers, duties and functions as follows:

a. Director: The Director (Chair) shall be the chief executive officer of the Corporation. The Director shall have general supervision, direction and control of the affairs and officers of Region 8. The Director shall preside at all meetings of the voting delegation, and perform all duties common to the office, and any other duties as assigned by the voting delegation. The Director of Region 8 shall also serve as a member of the Board of Directors of the AHA. The term of the Director, elected at the Region 8 meeting held in conjunction with the annual AHA Convention, shall begin immediately following the next AHA Convention.

b. Vice-Chair: The Vice-Chair, in the absence, disability, or unwillingness to serve of the Director, shall perform all duties of the Director. The Vice-Chair may be assigned other duties by the voting delegation, the Executive Committee, or the Director. The Vice-Chair shall succeed to the duties of Director of Region 8 in the absence, disability or unwillingness to serve of the Director of Region 8, until the next Region 8 meeting held in conjunction with the annual AHA Convention, held in even-numbered years.

c. Secretary: The Secretary shall keep or cause to be kept accurate minutes of all meetings of the voting delegates of Region 8. The Secretary shall publish all notices of date, time and place of all Region 8 meetings. The Secretary shall furnish official minutes of all Region 8 meetings for the Region 8 members by including them in the Region 8 Newsletter. The Secretary shall perform all duties common to the office and other duties as assigned by the Director, Executive Committee or the voting delegation.

d. Treasurer: The Treasurer shall receive all moneys from fees, dues, debts or fines, giving receipt therefore; and shall receive all other moneys coming to Region 8 and deposit same in a federally-insured financial institution, except those moneys which are received by the Show Committee and deposited in the Show account. The Treasurer shall receive all bills and pay or direct their payment, except bills which are paid directly from the Show account by the show management. The Treasurer shall prepare annually, and at other times as directed by the Director, Executive Committee or voting delegates, reports as follows: financial statements on a cash basis with comparative numbers from the previous years; a balance sheet as of the week prior to the meeting date; statement of cash receipts and cash disbursements for the period January 1 to the week prior to the meeting date; and statement of reconciliation of fund balances. Financial statements covering the calendar year shall be approved by the Executive Committee and shall be published in the Region 8 Newsletter. The Treasurer shall file annually all necessary tax forms and incorporation papers with the Colorado Secretary of State. The Treasurer will send out any and all delinquent notices to Member Organizations. The Treasurer shall have the duties pertaining to the office and as may be required by the Director, Executive Committee or the voting delegation. The term of the Treasurer shall be the calendar year, commencing on January 1st following the November when the other officers take office and ending December 31st.

ARTICLE VI
Meetings

Section 1. Regular Meetings

The Voting Delegation of Region 8 shall meet twice a year. The date of these two meetings shall coincide with the dates of the annual AHA Convention and the annual Region 8 Championship Horse Show.

Section 2. Special Meetings

Special meetings of the Region 8 Voting Delegation may be called at any time by a majority vote of the Executive Committee, or by petition of ten (10) voting delegates. Only business specified in the call may be conducted at the special meeting. Special meetings shall require a ten-day advance written notice to all voting delegates.

Section 3. Notice of Meetings

All Region 8 members shall receive notification of all regular meetings via the Region 8 Newsletter as long as the newsletter is in existence. Voting delegates shall be notified in writing of all regular and special meetings, either by the Region 8 Newsletter, personal mail, email or Fax.

Section 4. Quorum

Fifteen voting delegates shall constitute a quorum at all regular and special meetings.

ARTICLE VII **Committees and Commissions**

Section 1. Appointments

The Region 8 Director shall have the power to appoint all committees, except the Region 8 Nominating Committee, and the Region 8 Show Commission. The Region 8 Executive Committee shall approve all Region 8 committee appointments. The term of service for all committees shall be one year, unless otherwise stated. There are no term limitations for appointed committee members.

Section 2. Special Committees

a. Finance/Ways and Means Committee. A committee composed of the Treasurer and four other members shall be appointed by the Director promptly after the annual meeting, held at the AHA Convention. It shall be the duty of this committee to prepare a budget for the coming calendar year and to submit the ways and means of substantiating such funds. The budget and proviso shall be presented to the Board of Delegates in written form at its regular meeting held at the AHA Convention. The Finance/Ways and Means Committee may, from time to time, submit supplements to the budget for the current year.

b. Audit Committee. A committee of three members shall be appointed by the Director at the Region 8 meeting held in conjunction with the AHA Convention. It shall be the duty of the Audit Committee to cause a review and report on the Region 8 financial accounts at the close of the calendar year, at the annual AHA Convention. The committee may seek an outside review or formal audit should it deem so necessary. If an outside audit is deemed necessary, a minimum of two bids shall be obtained from outside accounting firms. Members of this committee cannot also be serving as current officers.

c. Scholarship Committee. A committee of four members shall be appointed by the Director at the meeting held at the annual AHA Convention whose duty it shall be to review all applications made for any Region 8 scholarship. The committee shall determine which applicant shall receive the appropriate scholarship and report such recipients at the meeting held in conjunction with the Region 8 Championship Show.

ARTICLE VIII **Show Commission**

The Region 8 Championship Show Commission shall consist of eight (8) Commission members and the Region 8 Director – nine (9) voting members. The members of the Commission shall be elected to staggered two-year terms, with two Commissioners to be elected from each state. The residence of the Regional Director shall not be considered in this number. The Chair of the Commission shall be elected by ballot annually, by the Commission members, at the Region 8 meeting held at the Regional Show. The election for Commission members (four elected

annually) shall also take place at the Regional meeting held in conjunction with the Regional Show. The Show Commission will accept responsibility of fulfilling all requirements as set forth in the approved Region 8 Championship Horse Show and Ride Guidelines.

ARTICLE IX
Waiver of Notice

Any officer or delegate may waive, in writing, any notice required to be given by law or under these Bylaws, whether before or after the time stated therein.

ARTICLE X
Action Without a Meeting

Nothing contained in these Bylaws shall be construed to prevent any action taken at a meeting of the delegates or Executive Committee if consent in writing, setting forth the action so taken, is signed by all of the delegates or Executive Committee members entitled to vote with respect to the subject matter thereof.

ARTICLE XI
Indemnification of Officers and Delegates

The Corporation shall indemnify every delegate or officer, his/her heirs, executors and administrators, against expenses reasonably incurred by him/her in connection with any action, suit or proceeding to which he/she may be made a party by reason of his/her being or having been a delegate or officer to the Corporation. In the event of a settlement, indemnification shall be provided in connection with such matters covered by the settlement. The foregoing right of indemnification shall not be exclusive to other rights to which he/she may be entitled.

ARTICLE XII
Parliamentary Authority

The rules contained in the current edition of **Roberts Rules of Order Newly Revised** shall govern Region 8 in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order Region 8 may adopt.

ARTICLE XIII
Dissolution

This organization may be dissolved by vote of its delegates at which time all assets shall be transferred to the Arabian Horse Association located in Aurora, Colorado, its legally designated exempt organization.

ARTICLE XIV
Amendments

These Bylaws may be altered, amended or repealed at any meeting of the Board of Delegates, provided notice in writing of the proposed amendment is mailed to the delegates at least sixty (60) days prior to the meeting. A two-thirds vote of those delegates in attendance shall be required for any amendment to these Bylaws.

The above Bylaws amended and approved by the Board of Delegates on:

Date: 1 November 2006

Director: James Hitt

Secretary: Patricia Thompson